

THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION

FEDERAL DEPOSIT INSURANCE
CORPORATION, as receiver for GUARANTY
BANK,

Plaintiff,

v.

Civil Action No. 14-cv-126-SS

RBS SECURITIES INC.,

Defendant.

FEDERAL DEPOSIT INSURANCE
CORPORATION, as receiver for GUARANTY
BANK,

Plaintiff,

v.

Civil Action No. 14-cv-129-SS

DEUTSCHE BANK SECURITIES INC. and
GOLDMAN, SACHS & CO.,

Defendants.

**DECLARATION OF BRUCE D. OAKLEY IN SUPPORT OF
DEFENDANTS' MOTION FOR PARTIAL SUMMARY JUDGMENT**

I, BRUCE D. OAKLEY, declare as follows:

1. I am admitted to the Bar of this Court and am a partner at the law firm Hogan Lovells US LLP, counsel for defendant Goldman Sachs & Co. LLC (formerly, Goldman, Sachs & Co. and which, along with Deutsche Bank Securities Inc., are defendants in Case No. 14-cv-129 and collectively with RBS Securities Inc., which is defendant in Case

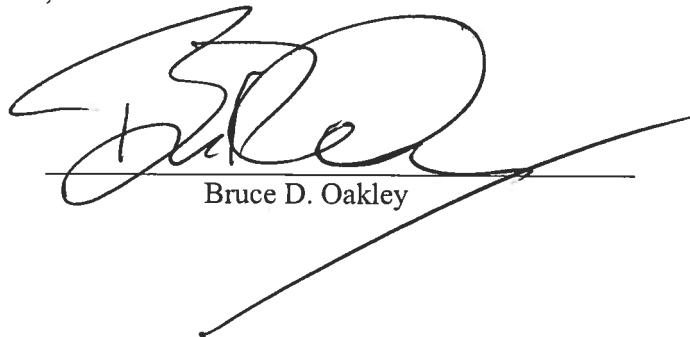
No. 14-cv-126, "Defendants"). I respectfully submit this declaration in support of Defendants' Motion for Partial Summary Judgment.

2. Attached as Exhibit 1 is a true and correct copy of the transcript of the hearing held on June 1, 2015 in the action *FDIC as Receiver for Franklin Bank, S.S.B. v. Morgan Stanley & Co.*, Cause No. 2011-67305 (151st Judicial District of Harris County, Texas).

3. Attached as Exhibit 2 are true and correct excerpts from the following statutes: Tex. Civ. Stat. art. 581-33(D)(3); 15 U.S.C. § 77l; 815 Ill. Comp. Stat. 5/13(A)(1); Va. Code § 13.1-522(A); D.C. Code § 31-5606.05(b)(1)(A); Wash. Rev. Code § 21.20.430(1); Cal. Corp. Code § 25501; Mass. Gen. Laws ch. 110A, § 410(a)(2).

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 1, 2017 in Houston, Texas.



Bruce D. Oakley